

PRPS Constitution & Bylaws

Constitution

(As amended up to and including Amendments made on February 11, 2004)

Article I - Name

Article II - Purposes and Powers

Article III - Membership

Article IV - Board of Directors

Article V - Executive Committee

Article VI - Committees

Article VII - Branches

Article VIII- Sections

Article IX - Districts

Article X - Mid Atlantic Regional Council Delegates

Article XI - Amendments

ARTICLE I - (Name)

Section 1: The name of the organization shall be The Pennsylvania Recreation and Park Society, Inc. an affiliate of the National Recreation and Park Association.

ARTICLE II - (Purposes and Powers)

Section 1: The purposes of The Pennsylvania Recreation and Park Society, Inc. shall be charitable, educational, and scientific, within the provisions and meaning of Section 501 (c)(3) of the Internal Revenue Code, with the primary purposes being:

A. To broaden opportunities for all the people of the Commonwealth of Pennsylvania and the Nation to live in enjoyment and happiness, secure in mental health, physical vitality and moral strength by mobilizing citizen and professional leadership to:

(1) Educate the public to the increasing importance of leisure and recreation to the physical and mental well-being of the citizens of the Commonwealth of Pennsylvania and the Nation.

(2) Encourage the growth of public and private leisure resources, including park and recreation lands, facilities and programs and to improve their quality and accessibility.

(3) Strengthen the quality of leadership in parks, recreation and leisure services through education and training, and to assure that this leadership reflects our society's rich diversity

(4) Advance science through encouraging and disseminating research on parks, recreation, leisure and related subjects.

(5) Disseminate information to the public on park, recreation and leisure matters of concern to the people and communities of the Commonwealth of Pennsylvania and the Nation.

B. To unite into one organization all recreation and park personnel in the Commonwealth of Pennsylvania.

C. To foster and maintain high standards of professional ethics among all recreation and park personnel in the Commonwealth of Pennsylvania.

D. To affiliate for mutual benefit and cooperation with those organizations in similar or related fields on the state or national level.

E. To stimulate and promote a widening interest in recreation in local communities and state-wide through the conservation and development of the recreational resources of the Commonwealth of Pennsylvania.

F. To promote principles and standards for the improvement of recreational services and to encourage study and research in professional relations there to.

G. To advocate on behalf of the interest of Recreation and Park personnel as a group in situations where such advocacy is necessary.

Section 2: A. The Society shall have all the powers necessary or convenient to carry out its purposes, subject only to limitations provided by the Certificate of Incorporation, by the By-Laws or by law. Such powers shall include without limitation:

(1) The control of its affairs.

(2) The designation of the time for holding, and the manner of conducting, its meetings.

(3) The control of its members.

(4) The determination of the time and manner of selection, qualifications, powers and duties of its officers, trustees and members of committees.

(5) Defining what constitutes a vacancy in any office or committee and the manner of filling the same.

(6) The number of members or trustees necessary for a quorum and for the regulation of all other matters within its purposes and powers.

(7) The adoption of such rules and regulations, not inconsistent with the law, its Certificate of Incorporation and the By-Laws with the right from time to time to amend or repeal the same, as it shall deem proper.

B. The Society shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would:

(1) Prevent it from obtaining exemption from federal income taxation as a society described in Section 501 (c)(3) of the Internal Revenue Code.

(2) Or, cause it to lose such exempt status.

C. The Society shall not be operated for the purpose of carrying on a trade or business for profit, nor shall it engage in any activities that are unlawful under applicable federal, state or local laws. The Society shall:

(1) Not engage in any prohibited transactions as described in Section 503 of the Internal Revenue Code.

(2) Not accumulate income, invest income, or divert income in a manner endangering its exempt status by virtue of Section 504 of the Internal Revenue Code.

(3) Not engage in any other activity which will result in the denial or loss of exempt status as herein described. For the purpose of the above, reference to provisions of the Internal Revenue Code shall be deemed to include statutes which succeed such provisions.

D. The Society shall not participate or intervene in any political campaign on behalf of any candidate for public office; no part of the income or property of the Society shall inure to the private benefit of any donor, member, trustee, officer or other individual; no substantial part of the activities of the Society shall be carrying on of propaganda, or otherwise attempting to influence legislation; and in the event of the liquidation, dissolution or winding up of the Society, whether voluntary, involuntary or by operation of law, the remaining assets of the Society, after the payment of all debts and necessary charges and expenses, shall be distributed exclusively to an organization or organizations organized and operated exclusively for charitable, scientific or educational purposes and enjoying exempt status under Section 501 (c)(3) of the Internal Revenue Code or the corresponding provisions of any succeeding federal income tax law.

ARTICLE III - (Membership)

Section 1: The membership of this Society shall be limited to those persons meeting the requirement as provided hereinafter by the By-Laws.

ARTICLE IV - (Board of Directors)

Section 1: The governing body of this society shall be known as the Board of Directors. It shall consist of a President, a President-Elect, a Secretary, a Treasurer, the Immediate Past-President, four (4) Directors-at-Large, all Branch Presidents, all District Presidents, an Educators Director, a Student Representative, two (2) Citizen Directors, and a retired professional director.. Chairpersons for Sections shall also be part of the Board of Directors, although they shall be ex-officio members and may not vote.

ARTICLE V - (Executive Committee)

Section 1: The Executive Committee of the Board of Directors shall be the officers of this Society who shall be President, a President-Elect, a Secretary, a Treasurer, and an Executive Director. The President, President-Elect, Secretary, and Treasurer shall be elected as provided by in the By-Laws and shall hold office for a two-year term and until their successors are elected. The Executive Director shall be appointed by the Board of Directors and will hold office for such a period as the Board of Directors may determine.

ARTICLE VI - (Committees)

Section 1: The President, with the approval of the Board of Directors, shall appoint for his term of office the standing committees as provided hereinafter by the By-Laws.

Section 2: The Board of Directors shall appoint a Nominating Committee consisting of a representative of each branch and a representative from each geographical region, none of whom shall be a member of the Board of Directors, or a member of the Nominating Committee for the previous term.

Section 3: Such other committees may be appointed by the President as may be deemed necessary in the interest of the Society.

ARTICLE VII - (Branches)

Section 1: Bonafide Recreation and/or Park Branches composed of persons engaged in a special field of Recreation and Park services, may

PRPS Constitution & Bylaws

be established by two-thirds vote of the members present and voting at any regular scheduled meeting of the Society provided they meet the qualifications as described in the By-Laws.

ARTICLE VIII – (Sections)

Section 1: Sections, representing special interest areas of members, may be established provided they are approved by the Board of Directors and meet the qualifications as described in the By-Laws.

ARTICLE IX - (Districts)

Section 1: Bonafide Recreation and Park Districts composed of persons engaged in the Recreation and/or park movement and residing in a designated geographical area of the Commonwealth may be established by a two-thirds vote of the members present and voting at any regular scheduled meeting of the Society provided they meet the qualifications as described in the By-laws.

ARTICLE X - (Mid Atlantic Regional Council Delegates)

Section 1: There shall be delegates, both professional and lay, the number to be determined and confirmed yearly by the National Recreation and Park Association (NRPA) in accordance with the established Quota Formula, elected to the Mid Atlantic Regional Council (MARC). They shall be elected as provided for in the By-Laws and shall hold office for a three-year term and until their successors are elected.

ARTICLE XI - (Amendments)

Section 1: This Constitution may be amended by two-thirds vote of the Society members present and voting at any meeting of the organization provided written notice of such amendment, and copy thereof, shall have been mailed to the members entitled to vote at least one month prior to such meeting.

BY-LAWS

(As amended up to and including Amendments made on February 11, 2004.)

Article I - Membership

Article II - Dues

Article III - Meetings

Article V - Term of Office

Article VI - Duties of the Board of Directors

Article VII - Duties of the Mid Atlantic Regional Council Delegates

Article VIII - Code of Ethics

Article IX - Removal of Officer

Article X - Duties of Committees

Article XI - Nomination and Election Procedures

Article XII - Order of Business

Article XIII - Branches

Article XIV - Sections

Article XV - Districts

Article XVI - Administration of Property

Article XVII - Recreation and Park Fund for Pennsylvania

Article XVIII - Fiscal Year

Article XIX - Indemnity of Board of Directors and Officers

Article XX - Non-discrimination

Article XXI - Dissolution

Article XXII - Amendments

ARTICLE I - (Membership)

Section 1: The membership in this Society shall be designated as either Professional, Board/Commission, Agency, Friend, Student, Supporting, Contributing, Life, or Honorary.

Section 2: Professional members shall be those who are engaged in full-time and part-time recreation and park work.

Section 3: Board/Commission members shall be recreation and/or park boards and commissions of political subdivisions of the Commonwealth of Pennsylvania or board of directors of non-profit recreation-related organizations.

Section 4: Agency members shall be staff of any recreation and/or park related agency, including government, non-profit therapeutic, educational, or private organization or institution that provides such services.

Section 5: Friend members shall be any interested persons or organization including seasonal employees, volunteers, and individual board and commission members. Not open to persons who qualify for other categories.

Section 6: Retired members shall be individuals employed in the recreation and/or park field who have terminated their employment, provided that he/she have held active membership for not less than five years prior to termination.

Section 7: Student members shall be those persons attending educational institutions on a full-time basis preparing for any phase of recreation and park work.

Section 8: Supporting members shall be those business firms interested in the park, recreation and leisure services field.

Section 9: Contributing members shall be those individuals or organizations interested in assisting the Society in the attainment of its aims and objectives.

Section 10: Life members shall be those individuals desiring a lifetime membership in the Society.

Section 11: Persons or groups who are eligible for membership in this Society must submit a formal application to the Membership Chairperson accompanied by dues for the membership year.

Section 12: Honorary membership shall be based on any important contribution to the advancement and development of recreation and parks. All candidates for Honorary Membership must first receive the approval of the Board of Directors. Honorary membership shall be entitled to all privileges enjoyed by other Society members and as listed in the Guidelines for Honorary Membership.

Section 13: All members in good standing shall have the right to vote and hold elected and appointed offices.

ARTICLE II - (Dues)

Section 1: The annual dues will be payable for the membership year January 1 through December 31. New persons joining the Society after June 1 through September 30 may pay one-half the annual dues for the period from June 1 to December 31. New members joining after September 30 shall pay full annual dues which will cover the period from October 1 to December 31 and the next membership year from January 1 to December 31. The dues for membership in the Pennsylvania Recreation and Park Society, Inc., shall be determined by the Board of Directors and approved by a majority consensus of those members responding by mail, or by a majority of the members present and voting at any quarterly meeting of the Society, provided at least two weeks notice of dues change shall be given to the members entitled to vote.

Section 2: The Treasurer shall bill each member or group for their dues. Any member or group who fails to pay their annual dues within 60 days after being billed, shall automatically be dropped from membership and shall forfeit all rights and privileges of membership in the Society. They may be restored to full membership upon full payment of annual dues.

Section 3: Any member, group or officer wishing to resign may do so by submitting a written notice to the Society Secretary.

ARTICLE III - (Meetings)

Section 1: All meetings shall be held at the call of the President, or by a written request to the President, signed by five members in good standing and at such places as may be selected with the advice and approval of the Board of Directors. At least two weeks notice of all meetings must be given.

Section 2: All meetings of the Board of Directors shall be held at the call of the President. A minimum of four (4) meetings shall be called annually.

Section 3: The annual meeting shall occur at the Spring meeting of the Society and the newly elected officers shall assume their duties immediately upon the close of this meeting.

ARTICLE IV - (Duties of Executive Committee)

Section 1: The Executive Committee may meet prior to each Society Board of Directors meeting and as otherwise called by the President. The Executive Committee shall review and make recommendations on matters of Society business and take action when deemed necessary due to time constraints. The Executive Committee shall keep minutes and report in writing on all actions at the next Board of Directors Meeting.

PRPS Constitution & Bylaws

Section 2: The President of the Society shall act as presiding officer at the meetings of the Society and the Board of Directors, and he/she shall perform such duties as ordinarily pertain to his/her office. The President or member appointee of the President shall represent The Pennsylvania Recreation and Park Society, Inc., at state, district and national meetings on matters of vital interest to the profession. The President shall upon the assumption of office appoint standing Committee Chairpersons and Section Chairpersons to serve a two-year term and may recommend to the Chairperson the committee composition. The President shall also assign Board Members as liaison between committees and the Board of Directors.

Section 3: The President-Elect shall assist the President in his/her duties when called upon. He/she shall perform the duties of the President in his/her absence and shall chair the Society's Strategic Planning Committee.

Section 4: The Secretary shall be legal custodian of all records of the Society. He/she shall send out notices of all meetings of the Society and shall take minutes of all meetings. Upon retirement from office shall turn over all property, books and records to his/her successor.

Section 5: The Treasurer shall receive and disburse all monies of the Society in accordance with directives from the Board of Directors, and he/she shall make periodic accounting of receipts and disbursements to the Society. The Treasurer's book shall be audited at the end of each fiscal year. The Treasurer shall send bills, collect dues, and issue membership cards. Upon retirement from office, shall turn over all property, books, and records to his/her successor.

Section 6: The Executive Director shall perform such duties as may be assigned to him/her by the Board of Directors and need not be from the membership of the Board or member of the Pennsylvania Recreation and Park Society, Inc. His/her duties shall include, but not be limited to, develop or oversee the development of plans, programs, policy statements and financial and other reports and proposals to and for the consideration of the membership and the Board; he/she shall have broad discretion, the power to execute the program of the Society and the policies and directions of the membership and the Board; he/she shall have control of the staff of the Society, including the hiring and discharging of employees, in accordance with such budgetary and other conditions as may be determined by the membership of the Board. The Executive Director shall not be a member of the Board of Directors and while he/she may participate in the meetings of the Board of directors, the Executive Director shall not be entitled to the voting privileges of the Board.

ARTICLE V - (Term of Office)

Section 1: All elected officers shall be elected for a term of office as provided for in Article V, Section 1, of the Constitution or as here in under provided. Incumbents may be re-elected.

Section 2: Persons, other than the student representative, the educators director, the retired professional director, the section chairpersons, and the citizen directors, elected as Directors to the Board of Directors shall be elected for four (4) year terms or until their successors are elected. The original members of the Board shall serve for a staggered term of two (2) to four (4) years. Thereafter the terms of office shall be for four (4) years, so that the term of two members shall expire biannually thereafter.

Section 3: Branch Presidents, duly elected by their respective memberships, shall automatically become members of the Board of Directors of the Society.

Section 4: Vacancies on the Board of directors occurring other than by expiration of term, shall be filled by the Board of Directors for the unexpired term of the vacated membership. In the case of an Immediate Past President vacancy on the Board of Directors, that position will be filled by the Board of Directors with another Past President.

Section 5: A student representative to the Board of Directors shall be elected for a one (1) year term by the Board, upon the recommendation of the Society Executive Committee.

Section 6: The citizen directors on the Board of Directors shall be elected for two (2) year terms or until their successors are elected by the Board of Directors of The Pennsylvania Recreation and Park Society, Inc. upon the recommendation of the Society Executive Committee. One citizen director will be elected annually.

Section 7: The educators director on the Board of Directors shall be elected for a two (2) year term by the Board of Directors of the Pennsylvania Recreation and Park Society, Inc. upon the recommendation of the Society's Executive Committee. Persons eligible to serve as the Educators Director

shall be general members of the Society who are employed or retired as recreation and park instructors at educational institutions in Pennsylvania that prepare students for any phase of recreation and park work.

Section 8: The retired professional director on the Board of Directors shall be elected for a two (2) year term by the Board of Directors.

Section 9: Mid Atlantic Regional Council Delegates shall be the President, President-Elect, and other delegates elected to a three-year term of office, terms to be staggered for continuity. The total number of delegates shall be based on the quota authorized by the National Recreation and Park Association. The election shall take place in conjunction with the regular elections of the Society, but the successful candidates shall delay the assumption of duties until the close of each year's National Recreation and Park Association (NRPA National) Congress. The Society President (PRPS) and the President-Elect shall be seated on MARC with vote, for his/her term of office. All regional council members representing the Society shall be a member of the National Recreation and Park Association (NRPA member) and a current member of The Pennsylvania Recreation and Park Society, Inc. At least one delegate shall be a citizen member and citizens shall be considered for nomination on an alternating basis balancing professional with citizen for the delegate seats not occupied by the President and President-Elect. Delegates attending MARC meetings shall carry the power of proxy, providing at least two authorized delegates are present.

Section 10: Authorized Geographical Districts shall be represented on the Board of Directors by the elected District Presidents who shall serve on the Board of Directors for a period encompassed by his/her term.

Section 11: Section Chairpersons shall be appointed by the President of PRPS and serve two (2) year terms.

ARTICLE VI - (Duties of the Board of Directors)

Section 1: The Board of Directors shall have general charge and management of the affairs, funds, and property of the Society. The Board shall have full power, and it shall be the Board's duty to carry out the purposes of the Society according to its Articles of Incorporation, Constitution and By-Laws.

Section 2: The Board of Directors may authorize the employment and determine the compensation of such persons as it considers necessary to carry out the purposes and policies of the Society.

Section 3: Members of the Board of Directors shall not receive any compensation for their services as such, but they may be reimbursed for actual expenses incurred by them in the performance of the duties as a Director on behalf of or for the benefit of the Society.

Section 4: The Board of Directors may adopt rules and regulations not inconsistent with the Articles of Incorporation the Constitution and the By-Laws for the conduct of the affairs of the Society, and they may alter, amend or repeal any such rule or regulation.

Section 5: The Board of Directors shall approve all Honorary memberships to the Society.

ARTICLE VII - (Duties of the Mid Atlantic Regional Council Delegates)

Section 1: Purposes and Duties. This delegation shall serve as a liaison between the Society and the MARC/NRPA, and shall serve as representative and spokesman, as authorized by the Board of Directors, at the meetings and functions of the MARC/NRPA. The delegates shall submit the Board of Directors reports and copies of the proceedings of all functions attended on behalf of the Society. A Chairperson shall be appointed by the President from the non-Board members of the MARC delegation who shall serve as a non-voting member of the Society Board of Directors.

Section 2: Qualifications. Candidates for election as delegates shall have a broad knowledge of the Society, preferably demonstrated through service as an officer, member of the Board of Directors, chairperson of a committee, or other substantive service, shall have the time and willingness to devote to the meetings and functions of the Regional Council; and furthermore, it is preferable that the candidate shall have a working knowledge of the National Recreation and Park Association. It is also recommended that the professional delegates possess the Society's Professional Certificate.

Section 3: Vacancy. Should a vacancy occur, the President, with the approval of the Board of Directors, shall be empowered to appoint an interim representative who shall complete the unexpired term.

Section 4: Nominations and Election Procedures. Regular procedures of the Nomination Committee shall be followed as stated in Article XI.

PRPS Constitution & Bylaws

ARTICLE VIII - (Code of Ethics)

Section 1. Code of Ethics. Membership in the Pennsylvania Recreation and Park Society carries with it special responsibilities to the public at large and to the specific communities and agencies in which recreation and park services are offered. As a member of the Pennsylvania Recreation and Park Society, I accept and agree to abide by this Code of Ethics, and pledge to conduct myself in a professional manner consistent with the following principles:

- A. To adhere to the highest standards of integrity and honesty in all public and personal activities to inspire public confidence and trust.
- B. To strive for personal and professional excellence and to encourage the professional development of associates and students.
- C. To strive for the highest standards of professional competence, fairness, impartiality, efficiency, effectiveness, and fiscal responsibility.
- D. To avoid any interest or activity which is in conflict with the performance of job responsibilities.
- E. To promote the public interest, to support equal opportunities, and to avoid personal gain or profit from the performance of job duties and responsibilities.

ARTICLE IX - (Removal of Officer or Expulsion of Member)

Section 1: The Pennsylvania Recreation and Park Society, Inc. shall be guided by the adoption of the Society's "Code of Ethics" as its established standard of professional right and wrong conduct or behavior and officers shall perform duties as specified in the By-Laws.

Section 2: Judicial process and grievance procedure.

The Board of Directors shall follow the below listed actions as grievances are registered:

A. Procedure—Alleged grievances from or against an officer or member shall be accepted by the Board of Directors by a written statement from any member in good standing. Alleged grievances regarding the conduct of an officer or member shall be set forth in sufficient detail to give the officer or member a fair opportunity to understand, deny, or disprove the allegation. Exhibits may be attached.

B. Interpretation—The written statement shall:

- (1) Identify the parties to the alleged grievance and include membership affiliation.
- (2) Explain the nature of the alleged grievance, setting forth principles of the Code of Ethics concerned.
- (3) Be signed to be an official grievance.
- (4) Be acknowledged by the President within twenty (20) working days upon receipt of a grievance from the complaints. Copies of the grievance and acknowledgment shall be sent by personal delivery or by registered or certified mail to those individuals cited within the grievance and to all members of the Board.

C. Implementation—The Board of Directors shall:

- (1) Allow respondent officer or member thirty (30) days, after personal delivery or mailing of the notice of a statement of charges, to file a written answer. If the respondent officer or member fails to file a written answer the allegations shall be considered to be admitted.
- (2) After thirty (30) days, or within two (2) weeks of answer from respondent, meet to establish the need for judiciary process. Reconvene at any time, any hearing, upon receipt of new information relative to the grievance.

Section 3: Rules of Hearing.

A. The respondent officer or member shall have:

- (1) Reasonable opportunity to be heard in his/her own defense.
- (2) Right to be represented by counsel.
- (3) Right to present witnesses and evidence.

B. The Board of Directors shall:

- (1) Present changes and evidence in the presence of the accused, unless the officer or member waives the right to be present or fails to appear after receiving the notice.
- (2) Not be bound by the rules of evidence applicable in courts of law.
- (3) Accept all findings and recommendations by a majority vote of directors present.
- (4) Hold hearings in closed session except for the Board of Directors, attorneys, the accused, and those persons giving testimony (one at a time). Confidentiality shall be maintained at all times.
- (5) Have the President, or President-Elect in case of conflict-of-interest or absence, prosecute for The Pennsylvania Recreation and Park Society, Inc.

Witnesses must be called and may be cross examined.

(6) Permit oral Arguments.

(7) Have written minutes of hearing kept by the Secretary of the board. Copies will not be made available except to the person accused, in violation, or acquitted.

(8) Decide upon, and inform the officer or member cited, of the disciplinary action to be taken at the hearing, unless the member waives the right to be present or fails to appear after receiving the notice.

(9) Allow for continuances or recess for reasonable cause. *NOTE: Any party to the review may submit written objection of the review to the President of the Board of Directors. These objections must be submitted within thirty (30) working days after the notice of action has been submitted.*

Section 4: No accused person shall sit as member of the Board of Directors during grievance discussions concerning himself or herself.

Section 5: A majority vote of the members of the Board of Directors is required to remove an officer from office or expel a member from the Society.

ARTICLE X - (Duties of Committees)

Section 1: Chairpersons of Standing Committees shall be chosen from among the active membership. A member of the Board of Directors shall be appointed to each standing committee as a liaison.

Section 2: Auditing Committee. It shall be the duty of this Committee to examine and authenticate the books of the Treasurer. The committee shall make a detailed report to the Society membership at the annual meeting.

Section 3: Conference Committee. It shall make arrangements and organize a program for the annual conference of the Society. It shall be the duty of the Committee to establish criteria for the conference and make recommendations in line with these criteria.

Section 4: Constitution and By-Laws Committee. It shall study the Constitution and By-Laws and make recommendations from time to time for amendments and revisions to the Constitution and By-Laws. It shall authenticate the constitutionality of any action taken by the Society or its officers. This committee shall make available to all members, upon request, copies of the current Constitution and By-Laws.

Section 5: Finance Committee. It shall be the duty of this committee to recommend the financial policy of the Society and direct ways and means of obtaining funds under constitutional authority. This Committee shall also be charged with the duty of recommending the annual budget.

Section 6: Governmental Affairs Committee. It shall watch all legislation concerning recreation and parks in the Commonwealth of Pennsylvania and act in the interest of the Society when bills are introduced having a recreation and/or parks nature. The Governmental Affairs Committee shall study the needs of the profession and recommend legislation necessary to attain the aims and objectives of the Society.

Section 7: Membership Committee. It shall solicit persons in the recreation, parks and allied fields to become members of the Society. The Committee shall be responsible for the preparation and distribution of pertinent information to all recreation and park professionals who have not affiliated with the Society. The Committee shall compile a mailing list of all members in good standing and distribute it annually to the membership.

Section 8: Nomination Committee. This Committee shall secure nominees for all elective officers as outlined in Article IV (Board of Directors) Section 1 and Article V (Officers) Section 1 of the Constitution, and Article I (Membership) Section 2 and 3, Article V (Term of Office) Section 1 and 2, Article XI (Nomination and Election Procedures) Sections 1,2,3,4,5 of the By-Laws.

Section 9: Education and Training Committee.

a. The committee shall concern itself with the stimulation of programs of training for recreation and park personnel at all levels for the purpose of developing effective pre-service, in-service, and professional preparation in the recreation and parks field. The Committee shall further develop and disseminate recruitment information designed to attract students into professional recreation and parks training, and assist colleges and universities in the placement of trained personnel and graduates.

b. The committee shall be chaired by the executive director of the Society. Committee members shall include the presidents of Society branches and districts and may include additional at-large members.

Section 10: Public Awareness Committee. Shall promote the Society in particular, and recreation and parks in the Commonwealth of Pennsylvania in general, by the use of various types of publicity material, which will create public interest and solicit public support of the recreation and parks

PRPS Constitution & Bylaws

movement. The Committee shall develop relations with other professional and lay groups and shall promote good professional relations within the Society. The committee shall serve as the editorial board for all Society publications and brochures.

Section 11: Recognition and Awards Committee. Shall have the duty of presenting to the Board of Directors for recognition and/or award any member who has made outstanding contributions to the cause and growth of the Society. It shall also be within the province of this Committee to review award recommendations for persons outside the Society who have made significant contributions to recreation and parks.

Section 12: Conference Site Selection Committee. It shall be the duty of this Committee to solicit and receive bids for conference sites, according to specifications prescribed for such sites, and to select and recommend to the Board of Directors a site for the annual conference in advance of each conference so that the locations may be announced at the preceding annual meeting of the Society.

Section 13: Certification Committee.

A. The Plan— This plan for registration and certification of recreation personnel, approved and adopted by The Pennsylvania Recreation and Park Society, Inc., shall be administered by the Certification Committee.

B. Composition of Committee—The Committee shall be composed of a representative of each of the Districts and of the organized Branches. The members of the Committee shall serve for terms of two (2) years of which half shall be staggered.

C. Meetings—The members of the Certification Committee shall hold a meeting before the end of the annual meeting of the Society each year and organize the Committee for the ensuing year.

D. Duties—The Certification Committee shall have the following duties:

(1) To administer the plan of registration and certification approved by the Board of Directors and the Society.

(2) Shall keep, or cause to be kept, a register of all applicants for certification and all individuals to whom a certificate has been issued.

(3) Shall, with the assistance of other committees of The Pennsylvania Recreation and Park Society, Inc. and other accepted agencies, conduct research in, and make studies of, problems in the maintenance of professional standards among those engaged in recreation and park work.

(4) From time to time shall bring to the Society suggestions for changes which will improve the general plan.

(5) Is authorized to develop a certificate and have sufficient number of copies printed to meet the need. The Official Seal of The Pennsylvania Recreation and Park Society, Inc. shall appear on each certificate.

(6) Shall formulate proper application blanks and other materials needed to carry out the application of the plan. NOTE: The results of any evaluation, studies or any suggestions, as to change, etc. as prescribed in this, or other sections, must be approved by the Board of Directors of the Society before release or publication.

Section 14: Historical Committee. Shall collect, edit and compile all information of significance relating to The Pennsylvania Recreation and Park Society, Inc.

Section 15: Strategic Planning Committee. It shall be the duty of this Committee to develop recommendations for the Society's long range plans and policies for submission to the Board of Directors for adoption. The membership of this committee shall be the President-Elect who shall serve as Chairperson, Presidents-Elect of Branches, Presidents-Elect of Districts, and appropriate Past Presidents of The Pennsylvania Recreation and Park Society, Inc.

Section 16: It shall be the duty of each Committee Chairperson to keep a file of activity pertaining to recommendations, progress reports, committee reports and any other data pertinent to the operations of his/her committee. Upon the appointment of a successor, each Chairperson shall turn over to the incoming Chairperson this file of activity so that a continuity of action may be maintained. It shall further be the duty of each Committee Chairperson to submit a written report of the Committee's activities and recommendations to the Secretary of the Society at each meeting.

ARTICLE XI - (Nomination and Election Procedures)

Section 1: The President-Elect shall automatically succeed the President at the completion of his/her term and shall serve two full years. Should the President-Elect be appointed to fill an unexpired term of President, this service shall not count as a full term.

Section 2: There shall be elected biannually during the odd numbered years a President-Elect, a Secretary, a Treasurer, one (1) Educators Director, one (1) Citizen Director, one (1) Student Representative, and one (1) Retired Professional Director. There shall be elected biannually during even numbered years two (2) Directors, one (1) Citizen Director, and one(1) Student Representative.

Section 3: The Nominating Committee shall place in nomination at the fall meeting a slate of officers. All persons nominated shall agree to accept the duties and obligations of office, if elected.

Section 4: The Secretary shall prepare a ballot carrying the names of all candidates properly nominated for the Society offices. A blank line shall be left under the name of each office for an additional name to be written in by the voter. These ballots are to be marked by the qualified voters and returned as indicated on the ballot. The three (3) tellers appointed by the President shall open and count all ballots at the end of the balloting period as determined by the Board of Directors and announce the returns to the membership.

Section 5: All ballots received up to the end of the balloting period shall be counted. The persons receiving the highest number of votes for each office/position shall be declared elected.

Section 6: When the appointed tellers report a tie ballot vote to the presiding officer, said officer shall present to each member of the Board of Directors present at the meeting or by mail if there is no board meeting scheduled prior to the end of the balloting period and start of the annual conference, a blank ballot. Each of the Board of Directors shall vote secretly for one of the tied candidates. The person winning this vote by at least a majority of one, shall be declared the winner of the membership vote. No announcement of any results of the original ballot shall be made until the tie is broken, and the winners of all offices reported to the membership in a normal sequence of reporting the total ballots results.

ARTICLE XII - (Order of Business)

Section 1: The order of business as of all meetings of the Society shall be as follows:

- A. Call to Order
- B. Reading of Minutes of Previous Meeting
- C. Treasurer's Report
- D. Communications
- E. Committee Reports
- F. Unfinished Business
- G. New Business
- H. Adjournment

Section 2: All parliamentary business not covered by these By-Laws shall be governed by the current issue of Robert's Rules of Order.

ARTICLE XIII - (Branches)

Section 1: Branches must abide by the Constitution and By-Laws of The Pennsylvania Recreation and Park Society, Inc.

Section 2: Members of Branches shall be members in good standing of The Pennsylvania Recreation and Park Society, Inc.

Section 3: Branches may establish regulations, in accordance with the Branch Operating Procedures, which shall be approved by a two-thirds vote of the members present and voting at any regular scheduled meeting of the Society.

Section 4: Any group desiring to affiliate with The Pennsylvania Recreation and Park Society, Inc. as a Branch shall make such a request in writing to the membership through the President of the Society in accordance with the following criteria:

A. Any group desiring to affiliate with the Pennsylvania Recreation and Park Society, Inc. shall state their organization objectives, how their needs are not currently being met under the present structure of PRPS, and how the group will interact with the objectives of PRPS.

B. Any group seeking membership must have a minimum of 25 members, 5 of which shall be new members to PRPS. Additionally, the membership of the branch shall be increased by a minimum of five (5) new members each of the first three years as an organized branch. Branch membership in subsequent years shall be maintained at a minimum of 40 members with the branch as their primary affiliation to maintain full branch status. This membership requirement may be waived if the group can satisfactorily demonstrate to the PRPS Branch Membership Review Board that their total membership although below the 40 minimum exceeds 80% of all practicing professionals within their speciality interest.

PRPS Constitution & Bylaws

C. A minimum of two (2) general branch membership and one (1) branch Executive Committee meetings shall be conducted annually with minutes being filed following approval with the PRPS Board of Directors; all elected offices as called for in the branch operating procedures shall be filled.

D. Any group seeking membership as a branch shall serve a one (1) year organizational period starting from the date of being given branch status in PRPS.

E. New and present branches shall be required to maintain the membership requirements; meet the required meeting standards; and maintain a full slate of officers in accordance with the Branch Operating Procedures or be subject to the following conditions:

(1) That branch shall be placed on a one year probation by the Board for the purpose of reorganization.

(2) Any branch on probation may continue with representation on the PRPS Board of Directors but shall not have voting rights during that period.

(3) Two (2) Successive years of probation shall be reason for loss of branch membership status with PRPS with individual members joining other current branches as their primary affiliation.

(4) The PRPS President shall appoint a Review Board of branch presidents not on probation chaired by the PRPS Past President. It shall be the responsibility of the PRPS Branch Membership Review Board to determine if there were any extenuating circumstances which caused loss of membership status by the group filing the appeal. Furthermore, the PRPS Branch Membership Review Board shall provide appropriate recommendations to the PRPS Board of Directors on any appeal.

(5) Any branch which has lost its membership status with PRPS may refile a request for membership status no sooner than three (3) years from the date the branch has been dissolved.

Section 5: Branch Presidents, duly elected by their respective membership, shall automatically become members of the Board of Directors of the Society. New branches shall have one representative serve on the Board of Directors of the Society during the organizational period.

ARTICLE XIV - (Sections)

Section 1: Sections must abide by the Constitution and By-Laws of The Pennsylvania Recreation and Park Society, Inc.

Section 2: Members of Sections shall be members in good standing of The Pennsylvania Recreation and Park Society, Inc.

Section 3: Sections may establish regulations, which shall be approved by the Board of Directors.

Section 4: Any group desiring to affiliate with The Pennsylvania Recreation and Park Society, Inc. as a Section shall make such a request in writing to the membership through the President of the Society in accordance with the following criteria:

Any group desiring to affiliate with the Pennsylvania Recreation and Park Society, Inc. shall state their organization objectives, how their needs are not currently being met under the present structure of PRPS, and how the group will interact with the objectives of PRPS.

Any group seeking membership status as a Section must have a minimum of 25 members. Sections shall further be required to maintain the minimum membership of 25 in subsequent years. This membership requirement may be waived if the group can satisfactorily demonstrate to the PRPS Branch and Section Membership Review Board that their total membership, although below the 25 minimum, exceeds 80% of all practicing professionals within their specialty interest.

A minimum of two (2) general Section membership and one (1) Section Executive Committee meetings shall be conducted annually with minutes being filed following approval with the PRPS Board of Directors.

Any group seeking membership as a Section shall serve a one (1) year organizational period starting from the date of being given Section status in PRPS.

Officers for Sections are not required, but may be elected by their membership if so desired. Sections shall follow the guidelines for the election process and other operating procedures as noted in the Branch Operating Procedures, with the following exceptions: no President nor President-Elect shall be elected, since the Chairperson for the Section is appointed by the President of the Society; the Section Chairperson will not be a voting member of the Board of Directors, thus no proxy vote will be allowed in the Chairperson's absence by another section representative; and references to

"President" shall be applicable to the Section Chairperson. New and present Sections shall be required to maintain the membership requirements, and meet the required meeting standards. Sections must meet all requirements or be subject to the following conditions:

That section shall be placed on a one year probation by the Board for the purpose of reorganization;

Any section on probation may continue with representation on the PRPS Board of Directors.

Two (2) successive years of probation shall be reason for loss of section membership status with PRPS with individual members joining other current branches or sections as their primary affiliation.

The PRPS President shall appoint a Review Board of branch and section presidents not on probation chaired by the PRPS Past President. It shall be the responsibility of the PRPS Branch and Section Membership Review Board to determine if there were any extenuating circumstances which caused loss of membership status by the group filing the appeal. Furthermore, the PRPS Branch and Section Membership Review Board shall provide appropriate recommendations to the PRPS Board of Directors on any appeal.

Any section which has lost its membership status with PRPS may refile a request for membership status no sooner than three (3) years from the date the section has been dissolved.

Section 5: Section Chairpersons, upon appointment by the PRPS President, shall immediately become an ex-officio member of the Board of Directors. New sections shall have one representative serve on the Board of Directors of the Society during the organizational period.

ARTICLE XV- (Districts)

Section 1: Districts must abide by the Constitution and By-Laws of The Pennsylvania Recreation and Park Society, Inc.

Section 2: Members of Districts shall be members in good standing in The Pennsylvania Recreation and Park Society, Inc.

Section 3: Bonafide Districts shall elect officers annually at the District meeting immediately preceding the annual conference.

Section 4: The officers of the Districts shall be those as outlined in the District Operating Procedures.

Section 5: The governing body of the District shall be known as the Executive Committee and shall be composed of those individuals as

described in the District Operating Procedures. Section 6: The President shall call and preside over all District meetings and Executive Committee meetings. He/She shall appoint committees in accordance with the District Operating Procedures.

Section 7: All business between meetings of the District shall be conducted by the Executive Committee.

Section 8: Business at all formal meetings of any bonafide District shall follow parliamentary procedures outlined in Roberts Rules of Order.

Section 9: District Presidents, duly elected by their respective membership, shall automatically become members of the Board of Directors of the Society.

ARTICLE XVI - (Administration of Property)

Section 1: The Society shall have the power to acquire, hold, administer, sell, lease, invest, reinvest, retain or otherwise dispose of or deal with any sets or property of the Society, real or personal, including securities or income thereof, as the membership or the Board may from time to time determine, except as may otherwise be required by the instrument of transfer. The Society shall have the power, also, to receive, utilize and make donations and grants for purposes consistent with Section 1 of Article II of the Constitution. The membership or the Board shall not authorize any investment that may not be lawfully made by a trust company in the Borough of State College, Pennsylvania, or in such other jurisdiction in which the property is to be found, except that any investment may be made that is authorized by the instrument of donation or transfer, and the Society may retain any property offered to and accepted by the Society.

ARTICLE XVII - (Recreation and Park Fund for Pennsylvania)

Section 1: The purposes of the Recreation and Park Fund for Pennsylvania are:

A. To improve the environment in Pennsylvania for all age levels through education, research and planning.

B. To conduct and provide grants for research for planning, development,

PRPS Constitution & Bylaws

and preservation of the environment.

C. To provide an informational program to citizens of the acquisition, preservation, and development of park land and recreational facilities for present and future need.

D. To provide scholarship aid for needy and other qualified students who present high academic aptitude in recreation, park and related environmental pursuits.

E. To exercise all of the powers conferred upon corporations formed under the Pennsylvania Non-Profit Corporation Act in order to accomplish its charitable and educational purposes, permitted by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code.

Section 2: A separate account to be established with the Society that will be separate from and not commingled with operating funds and other accounts of the Society. The unrestricted Recreation and Park Fund for Pennsylvania funds will be expended in accordance with an annual Fund Budget duly adopted by the Society Board of Directors for purposes stated in Article XVI, Section 1 of these By-Laws.

Section 3: The Fund Raising Committee shall consist of a minimum of five (5) members and no more than eleven (11) members. Members of the Committee shall be the President, the Treasurer, the Finance Committee Chairperson, and no less than two (2) nor more than eight (8) persons appointed by the President with the approval of the Board of Directors. Members appointed by the President shall not be members of the Society Board of Directors, and need not be Society members. They shall be Pennsylvania residents interested in and supportive of the purposes of the Society. Members appointed by the President shall serve for an unlimited term. The President, Treasurer, and Finance Committee Chairperson shall be members during their term of office. The Executive Director shall be an ex-officio member of the Committee. A chairman shall be elected from the appointed members of the Committee.

Section 4: Monies to be deposited in the Recreation and Park Fund for Pennsylvania shall be those specifically designated for the Fund and any monies from the general revenue of the Society so designated by the Board of Directors.

ARTICLE XVIII - (Fiscal Year)

Section 1: The fiscal year of the Society shall commence on the first day of July of each calendar year.

ARTICLE XIX - (Indemnity of Board of Director and Officers)

Section 1: The membership of the Board is authorized to indemnify any members of the Board of Directors or officer of the Society, or any person who may have served at its request as a Board member or officer of this Society against expenses actually and necessarily incurred by the Board member or officer in connection with the defense of any action, suite or proceeding in which he or she is made a party by reason of being or having been such Board member officer, except in relation to matters as to which he or she shall be adjudged in such action, suite or proceeding to be liable for negligence or misconduct in the performance of duties.

ARTICLE XX - (Non-discrimination)

Section 1: The Society shall not discriminate in any manner against any person by reason of race, color, sex, sexual orientation, national origin, religious or political affiliation, ancestry, age or handicap. The Society shall take a positive approach to assure each individual equal opportunity for membership, election, and participation in the activities of the Society.

ARTICLE XXI - (Dissolution)

Section 1: Powers of Board of Directors. The Board of Directors of The Pennsylvania Recreation and Park Society, Inc. shall have full power to wind up and settle the affairs of the Society in the event of a voluntary dissolution proceeding.

Section 2: Notice to Creditors and Taxing Authorities. After the filing with the Department of State of articles of election to dissolve, the Board of Directors shall immediately cause notice of the winding-up proceedings to be officially published and to be mailed by certified or registered mail to each creditor and claimant and to each local government in State College, Pennsylvania.

Section 3: Winding Up and Distribution. The Board of Directors shall,

as speedily as possible, proceed to collect all sums due to the Society, to convert into cash all corporate assets the conversion of which into cash is required to discharge its liabilities, to collect the whole or so much as may be necessary or just of any amounts remaining unpaid on subscriptions for membership, and, out of the assets of the Society, to discharge or make adequate provision for the discharge of all liabilities of the Society, according to their respective priorities. Any surplus remaining after paying or providing for all liabilities of the Society shall be distributed by the Board of Directors in accordance with the non-profit corporation law of the Commonwealth of Pennsylvania, and not to be inconsistent with the provisions of Section 501(c)(3) of the Internal Revenue Code.

Section 4: Judicial Supervision of Proceedings. The Board of Directors at any time during the winding up proceedings may, by petition, apply to the court to have the proceedings continued under the supervision of the court, and thereafter the proceedings shall continue under the supervision of the court.

Section 5: Distribution of Property Committed to Charitable Purposes. If the assets of the Society include any property committed to charitable purposes, the Board of Directors shall apply to the court for an order in accordance with the laws of the Commonwealth of Pennsylvania, specifying the disposition of the property.

ARTICLE XXII - (Amendments)

Section 1: These By-Laws may be amended by the Board of Directors after receiving a majority consensus of those responding by mail or present and voting at any meeting of the Society, provided at least two (2) weeks notice of such amendments shall be given to the members entitled to vote.

Section 2: Branch and District Operating Procedures may be amended by the Board of Directors.

Contact PRPS at
(814) 234-4272

